

**GATX**

RECORDATION NO 11425 C  
FILED 1425

MAY 17 1989 - 10 15 AM

INTERSTATE COMMERCE COMMISSION

Date .....

Fee \$ .....

ICC Washington, D. C.

May 11, 1989

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA  
CHICAGO, IL 60606  
312-621-6200

LAW DEPARTMENT

Secretary of the Interstate  
Commerce Commission  
Washington, D.C. 20006

9-157A006

RE: General American Transportation Corporation  
Equipment Trust Series 76

Gentlemen:

Enclosed herewith are five signed copies of a Supplemental Agreement dated as of April 19, 1989, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$13.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on January 25, 1980, under Recordation No. 11425.-C

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Continental Bank, National Association  
30 N. LaSalle Street  
Chicago, Illinois 60693  
Attention: Mr. Russell Bergman

GATX Corporation  
120 South Riverside Plaza  
Chicago, Illinois 60606  
Attention: F. B. Ollett

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

*Janice M. Alonso*  
Janice M. Alonso  
Assistant Secretary

*C. D. Davenport May 11, 1989*

RECEIVED  
MAY 17 10 00 AM '89  
NOTES OPERATING UNIT

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 76

RECORDATION NO. 11425C FILED 1825

MAY 17 1989 -10 15 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 19, 1989  
TO EQUIPMENT TRUST AGREEMENT DATED AS OF NOVEMBER 1, 1979

BY AND BETWEEN

CONTINENTAL BANK, NATIONAL ASSOCIATION, TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of April 19, 1989 by and between Continental Bank, National Association, as Trustee, and General American Transportation Corporation, a New York corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of November 1, 1979 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 76, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 of the Interstate Commerce Act on January 25, 1980, Recordation No. 11425; and

Whereas, the parties hereto wish to amend Schedule I to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule I to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of April 19, 1989.

CONTINENTAL BANK, NATIONAL  
ASSOCIATION, TRUSTEE

By: Robert J. Donahue  
Robert J. Donahue

ATTEST:

THOMAS TOMASZEWSKI  
CORPORATE PRODUCTS OFFICER

GENERAL AMERICAN TRANSPORTATION  
CORPORATION

By: W. C. Andrews  
W. C. Andrews

ATTEST:

Janice M. Alonso  
Assistant Secretary

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK )

On this 11TH day of MAY, before me personally appeared Robert J. Donahue, to me personally known, who, being by me duly sworn, says that he is VICE PRESIDENT of Continental Bank, National Association, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lucille Atkins LUCILLE ATKINS  
Notary Public

MY COMMISSION EXPIRES 1-29-90

\* \* \* \* \*

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK )

On April 19, 1989, before me personally appeared W. C. Andrews, to me personally known, who, being by me duly sworn, said that he is Vice President of General American Transportation Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Jill Faust  
Notary Public

" OFFICIAL SEAL "  
DOROTHY JILL FAUST  
NOTARY PUBLIC, STATE OF ILLINOIS  
MY COMMISSION EXPIRES 4/10/93

SCHEDULE I  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 76  
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
2 Tank Cars	DOT 105A300-W	33,500	GATX 49256, 49259.	\$42,818.00	\$23,978.00	\$ 47,956.00	2-1978	2-1978
1 Tank Car	DOT 105A500-W	17,300	GATX 18154.	40,614.00	24,368.00	24,368.00	4-1978	4-1978
1 Tank Car	DOT 111A100-W-1	12,500	GATX 12555.	34,194.00	20,516.00	20,516.00	3-1978	3-1978
1 Tank Car	DOT 111A100-W-1	12,500	GATX 53154.	35,108.00	21,064.00	21,064.00	2-1979	2-1979
1 Tank Car	DOT 111A100-W-1	16,000	GATX 49572.	34,573.00	19,360.00	19,360.00	1-1978	1-1978
1 Tank Car	DOT 111A100-W-1	20,000	GATX 20864.	38,516.00	23,109.00	23,109.00	1-1979	1-1979
1 Tank Car	DOT 111A100-W-1	20,000	GATX 23946.	35,530.00	21,318.00	21,318.00	11-1978	11-1978
2 Tank Cars	DOT 111A100-W-1	20,000	GATX 49713, 49735.	32,986.00	19,791.00	39,582.00	3-1978	1-1978
2 Tank Cars	DOT 111A100-W-1	20,000	GATX 49733, 49737.	32,986.00	19,791.00	39,582.00	5-1978	5-1978
1 Tank Car	DOT 111A100-W-1	22,000	GATX 15775.	38,705.00	23,223.00	23,223.00	7-1978	7-1978
1 Tank Car	DOT 111A100-W-5	20,000	GATX 13895.	35,874.00	21,524.00	21,524.00	3-1978	3-1978
1 Tank Car	DOT 111A60-W-1	12,500	GATX 19856.	34,975.00	20,985.00	20,985.00	11-1978	11-1978
1 Tank Car	DOT 111A60-W-1	12,500	GATX 20616.	36,697.00	22,018.00	22,018.00	1-1979	1-1979
1 Tank Car	DOT 111A60-W-1	12,500	GATX 21304.	31,807.00	19,084.00	19,084.00	4-1978	4-1978
1 Tank Car	DOT 111A60-W-1	20,000	GATX 16451.	36,701.00	22,020.00	22,020.00	8-1978	8-1978
1 Tank Car	DOT 111A60-W-1	20,000	GATX 49819.	34,701.00	19,432.00	19,432.00	1-1978	1-1978

**SCHEDULE I**  
**GENERAL AMERICAN TRANSPORTATION CORPORATION**  
**EQUIPMENT TRUST - SERIES 76**  
**CARS TO BE REMOVED**

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 111A60-W-1	20,800	GATX 19724.	\$37,996.00	\$22,797.00	\$ 22,797.00	10-1978	10-1978
1 Tank Car	DOT 111A60-W-1	22,000	GATX 15799.	37,474.00	22,484.00	22,484.00	7-1978	7-1978
1 Tank Car	DOT 111A60-W-1	22,000	GATX 22526.	37,830.00	22,698.00	22,698.00	8-1978	8-1978
1 Tank Car	DOT 111A60-W-1	22,000	GATX 22559.	41,035.00	24,621.00	24,621.00	10-1978	10-1978
1 Tank Car	DOT 111A60-W-1	22,000	GATX 50985.	39,890.00	23,934.00	23,934.00	12-1978	12-1978
1 Airslide Car	LO	4,180 Cu.Ft.	GACX 47976.	37,375.00	22,425.00	22,425.00	1-1979	1-1979
25						<u>\$544,100.00</u>		

GENERAL AMERICAN TRANSPORTATION CORPORATION - SCHEDULE 11  
EQUIPMENT TRUST - SERIES 76

CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	CAR INITIAL	CAR NUMBER	ACTUAL COST	VALUE	MO-YR INTO SERVICE	MO-YR ACQUIRED
1	DOT 111A100-W-1	22,000	GATX	17341	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17342	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17343	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17344	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17345	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17346	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17347	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17348	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17349	46,965	31,936	11-80	11-80
1	DOT 111A100-W-1	22,000	GATX	17350	46,965	31,936	11-80	11-80
1	DOT 111A60-W-1	18,000	GATX	22846	66,989	45,553	11-80	11-80
1	DOT 111A60-W-1	18,000	GATX	22847	66,989	45,553	11-80	11-80
1	DOT 111A60-W-1	18,000	GATX	22850	66,989	45,553	11-80	11-80
1	DOT 111A60-W-1	18,000	GATX	22854	66,989	45,553	11-80	11-80
1	DOT 111A60-W-1	22,000	GATX	27400	62,839	42,731	11-80	11-80
15					800,445	544,303		